

Important! The adopted Affidavit and Reaffirmation of Affidavit forms shall not be altered or modified in any way. Any form that is altered or modified in any way will not be accepted.

REAFFIRMATION OF AFFIDAVIT

In reference to the Affidavit dated October 26, 2009
(enter date of affidavit)

For the Application CMPT & SPEX, with Number(s) 2009-0009 & 2009-0030
[enter Application name(s)] [enter Application number(s)]

I, Edward L. Donohue, do hereby state that I am an

(check one) Applicant (must be listed in Paragraph C of the above-described affidavit)
 X Applicant's Authorized Agent (must be listed in Paragraph C of the above-described affidavit)

And that to the best of my knowledge and belief, the following information is true:

(check one) I have reviewed the above-described affidavit, and the information contained therein is true and complete as of _____, or;
(today's date)

 X I have reviewed the above-described affidavit, and I am submitting a new affidavit which includes changes, deletions or supplemental information to those paragraphs of the above-described affidavit indicated below:

(Check if applicable)

 X Paragraph C-1
 Paragraph C-2
 X Paragraph C-3
 Paragraph C-4(a)
 Paragraph C-4(b)
 Paragraph C-4(c)



WITNESS the following signature:

Edward L. Donohue
check one: [] Applicant or [X] Applicant's Authorized Agent

Edward L. Donohue
(Type or print first name, middle initial and last name and title of signer)

Subscribed and sworn before me this 22 day of February, 20 10, in the State/Commonwealth of Virginia, in the County/City of Alexandria.

Tracy Lynn Anderson
Notary Public

My Commission Expires: 2/28/2013

Notary Registration Number: 7282675

Revised October 2008



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RECEIVED**FEB 23 2010****LOUDOUN COUNTY
DEPARTMENT OF PLANNING**I, Edward L. Donohue, do hereby state that I am an Applicant X Applicant's Authorized Agent listed in Section C.1. belowin Application Number(s): CMPT 2009-0009/SPEX 2009-0030 (EXIT 5: CLAIBORNE PKWY / DULLES GREENWAY)

and that to the best of my knowledge and belief, the following information is true:

**C. DISCLOSURES: REAL PARTIES IN INTEREST AND LAND USE
PROCEEDINGS****1. REAL PARTIES IN INTEREST**

The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS** and **LESSEES** of the land described in the application* and if any of the forgoing is a **TRUSTEE**** each **BENEFICIARY** of such trust, and all **ATTORNEYS**, and **REAL ESTATE BROKERS**, and all AGENTS of any of the foregoing.

All relationships to the persons or entities listed above in **BOLD** print must be disclosed. Multiple relationships may be listed together (ex. Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner, etc.) For a multiple parcel application, list the Parcel Identification Number (PIN) of the parcel(s) for each owner(s).

| <i>PIN</i> | <i>NAME</i> <i>(First, M.I., Last)</i> | <i>ADDRESS</i> <i>(Street, City, State, Zip Code)</i> | <i>RELATIONSHIP</i> <i>(Listed in bold above)</i> |
|-------------------|---|--|--|
| 234-37-8457 | Community Wireless Structures, LLC | 2800 Shirlington Road, Suite 960 Arlington, VA 22206 | Applicant |
| 234-37-8457 | Toll Road Investors Partnership II, LP | 45305 Catalina CT. STE 102 Sterling, VA 20166-2337 | Owner |
| 234-37-8457 | Donohue & Stearns, PLC | 801 N. Fairfax Street, Suite 209 Alexandria, VA 22314 | Attorney |
| 234-37-8457 | Encrex Communications Services, Inc | 1575 Eye Street, NW, Suite 350 Washington, DC 20005 | Agent |

* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.

** In the case of a TRUSTEE, list Name of Trustee, name of Trust, if applicable, and name of each beneficiary.

Check if applicable:

 There are additional Real Parties in Interest. See Attachment to Paragraph C-1.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Entrex Communications Services, Inc.

1575 Eye Street, NW, Suite 350, Washington DC 20005

Description of Corporation:

☒ There are 100 or fewer shareholders and all shareholders are listed below.

☐ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

☐ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

☐ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) | SHAREHOLDER NAME (First, M.I., Last) |
|--|--|
| Marc A. Marzullo | |
| J. Cabot Goudy | |
| Camile Shabshab | |
| | |
| | |
| | |
| | |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|------------------------------------|---|
| Marc A. Marzullo | President |
| J. Cabot Goudy | Vice President |
| Camile Shabshab | Vice President |
| | |
| | |

Check if applicable:

☐ There is additional Corporation Information. See Attachment to Paragraph C-2.

3. PARTNERSHIP INFORMATION

The following constitutes a listing of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in the affidavit.

Partnership name and address: (complete name, street address, city, state, zip)

Community Wireless Structures, LLC

2800 Shirlington Road, Suite 960, Arlington, VA 22206

☐ (check if applicable) The above-listed partnership has no limited partners.

Names and titles of the Partners:

| <i>NAME</i> (First, M.I., Last) | <i>Title</i> (e.g. General Partner, Limited Partner, etc) |
|------------------------------------|--|
| Washington Tower Inc. | Managing Member |
| James B. Murray, Jr. | Member |
| John E. Dent | Member |
| Sandra S. Dent | Member |
| Diane E. Hellens | Member |
| Dr. Latham B. Murray | Member |
| | |
| | |
| | |

Check if applicable:

☒ Additional Partnership information attached. See Attachment to Paragraph C-3.

4. ADDITIONAL INFORMATION

- a. One of the following options **must** be checked:

☐ In addition to the names listed in paragraphs C. 1, 2, and 3 above, the following is a listing of any and all other individuals who own in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

☒ Other than the names listed in C. 1, 2 and 3 above, no individual owns in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(a).*

- b. That no member of the Loudoun County Board of Supervisors, Planning Commission, Board of Zoning Appeals or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or though an interest in a partnership owning such land, or as beneficiary of a trust owning such land.

EXCEPT AS FOLLOWS: (If none, so state).

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(b).*

- c. That within the twelve-month period prior to the public hearing for this application, no member of the Loudoun County Board of Supervisors, Board of Zoning Appeals, or Planning Commission or any member of his immediate household, either individually, or by way of partnership in which any of them is a partner, employee, agent or attorney, or through a partner of any of them, or through a corporation (as defined in the Instructions at Paragraph B.3) in which any of them is an officer, director, employee, agent or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has or has had any business or financial relationship (other than any ordinary customer or depositor relationship with a retail establishment, public utility, or bank), including receipt of any gift or donation having a value of \$100 or more, singularly or in the aggregate, with or from any of those persons or entities listed above.

EXCEPT AS FOLLOWS: (If none, so state).

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(c).*

3. PARTNERSHIP INFORMATION

The following constitutes a listing of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in the affidavit.

Partnership name and address: (complete name, street address, city, state, zip)

Washington Tower Inc.

2800 Shirlington Road, Suite 960, Arlington, VA 22206

☐ (check if applicable) The above-listed partnership has no limited partners.

Names and titles of the Partners:

| <i>NAME</i> <i>(First, M.I., Last)</i> | <i>Title</i> <i>(e.g. General Partner, Limited Partner, etc)</i> |
|---|---|
| Thomas A. Murray | President |
| Richard Biby | Stockholder |
| Thomas K. Whitehead | Stockholder |
| Lauren Murray | Stockholder |
| | |
| | |
| | |
| | |
| | |

Check if applicable:

☒ Additional Partnership information attached. See Attachment to Paragraph C-3.

4. ADDITIONAL INFORMATION

- a. One of the following options **must** be checked:

☐ In addition to the names listed in paragraphs C. 1, 2, and 3 above, the following is a listing of any and all other individuals who own in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

☒ Other than the names listed in C. 1, 2 and 3 above, no individual owns in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(a).*

- b. That no member of the Loudoun County Board of Supervisors, Planning Commission, Board of Zoning Appeals or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or though an interest in a partnership owning such land, or as beneficiary of a trust owning such land.

EXCEPT AS FOLLOWS: (If none, so state).

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(b).*

- c. That within the twelve-month period prior to the public hearing for this application, no member of the Loudoun County Board of Supervisors, Board of Zoning Appeals, or Planning Commission or any member of his immediate household, either individually, or by way of partnership in which any of them is a partner, employee, agent or attorney, or through a partner of any of them, or through a corporation (as defined in the Instructions at Paragraph B.3) in which any of them is an officer, director, employee, agent or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has or has had any business or financial relationship (other than any ordinary customer or depositor relationship with a retail establishment, public utility, or bank), including receipt of any gift or donation having a value of \$100 or more, singularly or in the aggregate, with or from any of those persons or entities listed above.

EXCEPT AS FOLLOWS: (If none, so state).

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(c).*

3. PARTNERSHIP INFORMATION

The following constitutes a listing of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in the affidavit.

Partnership name and address: (complete name, street address, city, state, zip)

Donohue & Stearns, PLC

801 North Fairfax Street, Suite 209, Alexandria, VA 22314

☐ (check if applicable) The above-listed partnership has no limited partners.

Names and titles of the Partners:

| <i>NAME</i> <i>(First, M.I., Last)</i> | <i>Title</i> <i>(e.g. General Partner, Limited Partner, etc)</i> |
|---|---|
| Edward L. Donohue | Partner |
| Frank W. Stearns | Partner |
| | |
| | |
| | |
| | |
| | |
| | |
| | |

Check if applicable:

☐ Additional Partnership information attached. *See Attachment to Paragraph C-3.*

4. ADDITIONAL INFORMATION

- a. One of the following options **must** be checked:

☐ In addition to the names listed in paragraphs C. 1, 2, and 3 above, the following is a listing of any and all other individuals who own in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

☒ Other than the names listed in C. 1, 2 and 3 above, no individual owns in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(a).*

- b. That no member of the Loudoun County Board of Supervisors, Planning Commission, Board of Zoning Appeals or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or though an interest in a partnership owning such land, or as beneficiary of a trust owning such land.

EXCEPT AS FOLLOWS: (If none, so state).

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(b).*

- c. That within the twelve-month period prior to the public hearing for this application, no member of the Loudoun County Board of Supervisors, Board of Zoning Appeals, or Planning Commission or any member of his immediate household, either individually, or by way of partnership in which any of them is a partner, employee, agent or attorney, or through a partner of any of them, or through a corporation (as defined in the Instructions at Paragraph B.3) in which any of them is an officer, director, employee, agent or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has or has had any business or financial relationship (other than any ordinary customer or depositor relationship with a retail establishment, public utility, or bank), including receipt of any gift or donation having a value of \$100 or more, singularly or in the aggregate, with or from any of those persons or entities listed above.

EXCEPT AS FOLLOWS: (If none, so state).

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(c).*

3. PARTNERSHIP INFORMATION

The following constitutes a listing of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in the affidavit.

Partnership name and address: (complete name, street address, city, state, zip)

Toll Road Investors Partnership II, L.P. ("TRIP II")
45305 Catalina Court, Suite 102, Sterling, Virginia 20166

 (check if applicable) The above-listed partnership has no limited partners.

Names and titles of the Partners:

| <i>NAME</i> <i>(First, M.I., Last)</i> | <i>Title</i> <i>(e.g., General Partner, Limited Partner, etc.)</i> |
|---|---|
| Dulles Greenway Partnership | Limited Partner |
| Shenandoah Limited Partnership | Limited Partner |
| Shenandoah I LLC | Limited Partner |
| AIE LLC | Limited Partner |
| Shenandoah Greenway Corporation | General Partner |

Check if applicable:

 X Additional Partnership information attached. *See Attachment to Paragraph C-3.*

4. ADDITIONAL INFORMATION

- a. One of the following options **must** be checked:

☐ In addition to the names listed in paragraphs C. 1, 2, and 3 above, the following is a listing of any and all other individuals who own in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

☒ Other than the names listed in C. 1, 2 and 3 above, no individual owns in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(a).*

- b. That no member of the Loudoun County Board of Supervisors, Planning Commission, Board of Zoning Appeals or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or though an interest in a partnership owning such land, or as beneficiary of a trust owning such land.

EXCEPT AS FOLLOWS: (If none, so state).

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(b).*

- c. That within the twelve-month period prior to the public hearing for this application, no member of the Loudoun County Board of Supervisors, Board of Zoning Appeals, or Planning Commission or any member of his immediate household, either individually, or by way of partnership in which any of them is a partner, employee, agent or attorney, or through a partner of any of them, or through a corporation (as defined in the Instructions at Paragraph B.3) in which any of them is an officer, director, employee, agent or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has or has had any business or financial relationship (other than any ordinary customer or depositor relationship with a retail establishment, public utility, or bank), including receipt of any gift or donation having a value of \$100 or more, singularly or in the aggregate, with or from any of those persons or entities listed above.

EXCEPT AS FOLLOWS: (If none, so state).

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(c).*

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Shenandoah Greenway Corporation
125 West 55th Street, 22nd Floor, New York, New York 10019

General Partner of TRIP II

Description of Corporation:

☒ *There are 100 or fewer shareholders and all shareholders are listed below.*

☐ *There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

☐ *There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

☐ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) |
|--|
| MIG Investments 3 (US) LLC |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|------------------------------------|---|
| Christopher Leslie | President, Director |
| E. Thomas Sines | Vice President, Director |
| Peter Trent | Director, Director |
| Mark Wong | Secretary, Director |
| John Hughes | Director |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

MIG Investments 3 (US) LLC
125 West 55th Street, 22nd Floor, New York, New York 10019

Sole Shareholder of Shenandoah Greenway Corporation

Description of Corporation:

☒ There are 100 or fewer shareholders and all shareholders are listed below.

☐ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

☐ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

☐ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

| SHAREHOLDER NAME <i>(First, M.I., Last)</i> |
|---|
| Dulles Greenway Partnership |

Names of Officers and Directors:

| NAME <i>(First, M.I., Last)</i> | Title <i>(e.g. President, Treasurer)</i> |
|---|--|
| | |
| | |
| | |
| | |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

3. PARTNERSHIP INFORMATION

The following constitutes a listing of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in the affidavit.

Partnership name and address: (complete name, street address, city, state, zip)

Dulles Greenway Partnership
125 West 55th Street, 22nd Floor, New York, New York 10019

Limited Partner of TRIP II AND
Sole Member of MIG Investments 3 (US) LLC

☒ (check if applicable) The above-listed partnership has no limited partners.

Names and titles of the Partners:

| <i>NAME</i> (First, M.I., Last) | <i>Title</i> (e.g., General Partner, Limited Partner, etc.) |
|---|--|
| MIG Holdings 2 (US) LLC | General Partner |
| MIP US TRIP II Holdings, LLC | General Partner |
| MIP Canada TRIP II Holdings, LLC | General Partner |
| MIP International TRIP II Holdings, LLC | General Partner |

Check if applicable:

☒ Additional Ownership information attached.

4. ADDITIONAL INFORMATION

- a. One of the following options **must** be checked:

☐ In addition to the names listed in paragraphs C. 1, 2, and 3 above, the following is a listing of any and all other individuals who own in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

☒ Other than the names listed in C. 1, 2 and 3 above, no individual owns in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(a).*

- b. That no member of the Loudoun County Board of Supervisors, Planning Commission, Board of Zoning Appeals or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or though an interest in a partnership owning such land, or as beneficiary of a trust owning such land.

EXCEPT AS FOLLOWS: (If none, so state).

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(b).*

- c. That within the twelve-month period prior to the public hearing for this application, no member of the Loudoun County Board of Supervisors, Board of Zoning Appeals, or Planning Commission or any member of his immediate household, either individually, or by way of partnership in which any of them is a partner, employee, agent or attorney, or through a partner of any of them, or through a corporation (as defined in the Instructions at Paragraph B.3) in which any of them is an officer, director, employee, agent or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has or has had any business or financial relationship (other than any ordinary customer or depositor relationship with a retail establishment, public utility, or bank), including receipt of any gift or donation having a value of \$100 or more, singularly or in the aggregate, with or from any of those persons or entities listed above.

EXCEPT AS FOLLOWS: (If none, so state).

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(c).*

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

MIG Holdings 2 (US) LLC
125 West 55th Street, 22nd Floor, New York, New York 10019

General Partner (1 of 4) of Dulles Greenway Partnership

Description of Corporation:

☒ *There are 100 or fewer shareholders and all shareholders are listed below.*

☐ *There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

☐ *There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

☐ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of Shareholders:

| SHAREHOLDER NAME <i>(First, M.I., Last)</i> | SHAREHOLDER NAME <i>(First, M.I., Last)</i> |
|---|---|
| Macquarie Infrastructure Trust (I) | Macquarie Infrastructure Australia Pty Limited |

Names of Officers and Directors:

| NAME <i>(First, M.I., Last)</i> | Title <i>(e.g. President, Treasurer)</i> |
|---|--|
| | |
| | |
| | |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Macquarie Infrastructure Trust (I)
125 West 55th Street, 22nd Floor, New York, New York 10019

Shareholder (1 of 2) in MIG Holdings 2 (US) LLC

The units of Macquarie Infrastructure Trust (I) ("MIT (I)") are "stapled securities" that trade on the Australian stock exchange with the shares of Macquarie Infrastructure Group International Limited. Macquarie Infrastructure Investment Management Limited ("MIIML") is the responsible entity/ manager for MIT (I).

Description of Corporation:

☐ *There are 100 or fewer shareholders and all shareholders are listed below.*

☐ *There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

☐ *There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

☒ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) | SHAREHOLDER NAME (First, M.I., Last) |
|---|---|
| | |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|---|--|
| Christine Williams | Secretary, MIIML |
| Dennis Leong | Secretary, MIIML |
| David Walsh | Director, MIIML |
| Mark Johnson | Director, MIIML |
| Eric McClintock | Director, MIIML |
| David Mortimer | Director, MIIML |

Check if applicable:

☐ *There is additional Corporation Information. See Attachment to Paragraph C-2.*

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, and if such corporation is an owner of the subject land, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Macquarie Infrastructure Australia Pty Limited
125 West 55th Street, 22nd Floor, New York, New York 10019

Shareholder (2 of 2) in MIG Holdings 2 (US)

Description of Corporation:

☒ There are 100 or fewer shareholders and all shareholders are listed below.

☐ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

☐ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

☐ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) |
|--|
| Macquarie Infrastructure Trust (II) |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|------------------------------------|---|
| David S. Clarke | Director |
| Nicholas W. Moore | Director |
| Laurence G. Cox | Director |
| Peter M. Kirby | Director |
| Catherine B. Livingstone | Director |
| H. Kevin McCann | Director |
| John R. Niland | Director |
| Helen M. Nugent | Director |
| Peter H. Warne | Director |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, and if such corporation is an owner of the subject land, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Macquarie Infrastructure Trust (II)
125 West 55th Street, 22nd Floor, New York, New York 10019

Sole shareholder in Macquarie Infrastructure Australia Pty Limited

The units of Macquarie Infrastructure Trust (II) ("MIT (II)") are "stapled securities" that trade on the Australian stock exchange with the shares of Macquarie Infrastructure Group International Limited. Macquarie Infrastructure Investment Management Limited ("MIIML") is the responsible entity/ manager for MIT (II).

Description of Corporation:

☐ There are 100 or fewer shareholders and all shareholders are listed below.

☐ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

☐ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

☒ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) | SHAREHOLDER NAME (First, M.I., Last) |
|---|---|
| | |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|---|--|
| Christine Williams | Secretary, MIIML |
| Dennis Leong | Secretary, MIIML |
| David Walsh | Director, MIIML |
| Mark Johnson | Director, MIIML |
| Eric McClintock | Director, MIIML |
| David Mortimer | Director, MIIML |

Check if applicable:

☐ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

MIP U.S. Trip II Holdings LLC
125 West 55th Street, 22nd Floor, New York, New York 10019

General Partner (2 of 4) of Dulles Greenway Partnership

Description of Corporation:

☒ *There are 100 or fewer shareholders and all shareholders are listed below.*

☐ *There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

☐ *There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

☐ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of Shareholders:

| SHAREHOLDER NAME <i>(First, M.I., Last)</i> |
|---|
| Macquarie Infrastructure Partners B, L.P. |

Names of Officers and Directors:

| NAME <i>(First, M.I., Last)</i> | Title <i>(e.g. President, Treasurer)</i> |
|---|--|
| | |
| | |
| | |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

MIP Canada Trip II Holdings LLC
125 West 55th Street, 22nd Floor, New York, New York 10019

General Partner (3 of 4) of Dulles Greenway Partnership

Description of Corporation:

☒ *There are 100 or fewer shareholders and all shareholders are listed below.*

☐ *There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

☐ *There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

☐ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of Shareholders:

| SHAREHOLDER NAME <i>(First, M.I., Last)</i> |
|---|
| MIP Canada U.S. Holdings LLC |

Names of Officers and Directors:

| NAME <i>(First, M.I., Last)</i> | Title <i>(e.g. President, Treasurer)</i> |
|---|--|
| | |
| | |
| | |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

MIP International Trip II Holdings LLC
125 West 55th Street, 22nd Floor, New York, New York 10019

General Partner (4 of 4) of Dulles Greenway Partnership

Description of Corporation:

☒ *There are 100 or fewer shareholders and all shareholders are listed below.*

☐ *There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

☐ *There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

☐ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) |
|---|
| MIP International U.S. Holdings LLC |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|---|--|
| | |
| | |
| | |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, and if such corporation is an owner of the subject land, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

MIP Canada U.S. Holdings LLC
125 West 55th Street, 22nd Floor, New York, New York 10019

Sole member of MIP Canada Trip II Holdings LLC

Description of Corporation:

☒ *There are 100 or fewer shareholders and all shareholders are listed below.*

☐ *There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

☐ *There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

☐ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of Shareholders:

| SHAREHOLDER NAME <i>(First, M.I., Last)</i> |
|---|
| Macquarie Infrastructure Partners Canada, L.P. |

Names of Officers and Directors:

| NAME <i>(First, M.I., Last)</i> | Title <i>(e.g. President, Treasurer)</i> |
|---|--|
| | |
| | |
| | |

Check if applicable:

☒ *There is additional Corporation Information. See Attachment to Paragraph C-2.*

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

MIP International U.S. Holdings LLC
125 West 55th Street, 22nd Floor, New York, New York 10019

Sole member of MIP International Trip II Holdings, LLC

Description of Corporation:

☒ *There are 100 or fewer shareholders and all shareholders are listed below.*

☐ *There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

☐ *There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

☐ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) |
|---|
| Macquarie Infrastructure Partners International, L.P. |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|------------------------------------|---|
| | |
| | |
| | |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

3. PARTNERSHIP INFORMATION

The following constitutes a listing of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in the affidavit.

Partnership name and address: (complete name, street address, city, state, zip)

Macquarie Infrastructure Partners International, L.P.
125 West 55th Street, 22nd Floor, New York, New York 10019

*Sole member of MIP International U.S. Holdings LLC AND
one of three entities constituting "Macquarie Infrastructure Partners," an unlisted private equity fund.*

☐ (check if applicable) The above-listed partnership has no limited partners.

Names and titles of the Partners:

| <i>NAME</i> <i>(First, M.I., Last)</i> | <i>Title</i> <i>(e.g., General Partner, Limited Partner, etc.)</i> |
|---|---|
| Macquarie Infrastructure Partners U.S. GP LLC | General Partner |
| 52 separate institutional investors, primarily public and private pension funds, each holding an ownership interest in TRIP II equivalent to less than 10%. | Limited Partners |

Check if applicable:

☒ Additional Ownership information attached.

4. ADDITIONAL INFORMATION

- a. One of the following options **must** be checked:

☐ In addition to the names listed in paragraphs C. 1, 2, and 3 above, the following is a listing of any and all other individuals who own in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

☒ Other than the names listed in C. 1, 2 and 3 above, no individual owns in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(a).*

- b. That no member of the Loudoun County Board of Supervisors, Planning Commission, Board of Zoning Appeals or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or though an interest in a partnership owning such land, or as beneficiary of a trust owning such land.

EXCEPT AS FOLLOWS: (If none, so state).

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(b).*

- c. That within the twelve-month period prior to the public hearing for this application, no member of the Loudoun County Board of Supervisors, Board of Zoning Appeals, or Planning Commission or any member of his immediate household, either individually, or by way of partnership in which any of them is a partner, employee, agent or attorney, or through a partner of any of them, or through a corporation (as defined in the Instructions at Paragraph B.3) in which any of them is an officer, director, employee, agent or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has or has had any business or financial relationship (other than any ordinary customer or depositor relationship with a retail establishment, public utility, or bank), including receipt of any gift or donation having a value of \$100 or more, singularly or in the aggregate, with or from any of those persons or entities listed above.

EXCEPT AS FOLLOWS: (If none, so state).

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(c).*

3. PARTNERSHIP INFORMATION

The following constitutes a listing of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in the affidavit.

Partnership name and address: (complete name, street address, city, state, zip)

Macquarie Infrastructure Partners Canada, L.P.
125 West 55th Street, 22nd Floor, New York, New York 10019

*Sole member of MIP Canada U.S. Holdings LLC AND
one of three entities constituting "Macquarie Infrastructure Partners," an unlisted private equity fund.*

☐ (check if applicable) The above-listed partnership has no limited partners.

Names and titles of the Partners:

| <i>NAME</i> <i>(First, M.I., Last)</i> | <i>Title</i> <i>(e.g., General Partner, Limited Partner, etc.)</i> |
|---|---|
| Macquarie Infrastructure Partners GP Canada Limited | General Partner |
| 16 separate institutional investors, primarily public and private pension funds, each holding an ownership interest in TRIP II equivalent to less than 10%. | Limited Partners |

Check if applicable:

☒ Additional Ownership information attached.

4. ADDITIONAL INFORMATION

- a. One of the following options **must** be checked:

 In addition to the names listed in paragraphs C. 1, 2, and 3 above, the following is a listing of any and all other individuals who own in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

 X Other than the names listed in C. 1, 2 and 3 above, no individual owns in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

Check if applicable:

 Additional information attached. *See Attachment to Paragraph C-4(a).*

- b. That no member of the Loudoun County Board of Supervisors, Planning Commission, Board of Zoning Appeals or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or through an interest in a partnership owning such land, or as beneficiary of a trust owning such land.

EXCEPT AS FOLLOWS: (If none, so state).

Check if applicable:

 Additional information attached. *See Attachment to Paragraph C-4(b).*

- c. That within the twelve-month period prior to the public hearing for this application, no member of the Loudoun County Board of Supervisors, Board of Zoning Appeals, or Planning Commission or any member of his immediate household, either individually, or by way of partnership in which any of them is a partner, employee, agent or attorney, or through a partner of any of them, or through a corporation (as defined in the Instructions at Paragraph B.3) in which any of them is an officer, director, employee, agent or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has or has had any business or financial relationship (other than any ordinary customer or depositor relationship with a retail establishment, public utility, or bank), including receipt of any gift or donation having a value of \$100 or more, singularly or in the aggregate, with or from any of those persons or entities listed above.

EXCEPT AS FOLLOWS: (If none, so state).

Check if applicable:

 Additional information attached. *See Attachment to Paragraph C-4(c).*

3. PARTNERSHIP INFORMATION

The following constitutes a listing of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in the affidavit.

Partnership name and address: (complete name, street address, city, state, zip)

Macquarie Infrastructure Partners B, L.P.
125 West 55th Street, 22nd Floor, New York, New York 10019

*Sole member of MIP U.S. TRIP II Holdings LLC AND
one of three entities constituting "Macquarie Infrastructure Partners," an unlisted private equity fund.*

 (check if applicable) The above-listed partnership has no limited partners.

Names and titles of the Partners:

| <i>NAME</i> <i>(First, M.I., Last)</i> | <i>Title</i> <i>(e.g., General Partner, Limited Partner, etc.)</i> |
|---|---|
| Macquarie Infrastructure Partners U.S. GP LLC | General Partner |
| 49 separate institutional investors, primarily public and private pension funds, each holding an ownership interest in TRIP II equivalent to less than 10%. | Limited Partners |

Check if applicable:

 X Additional Ownership information attached.

4. ADDITIONAL INFORMATION

- a. One of the following options **must** be checked:

☐ In addition to the names listed in paragraphs C. 1, 2, and 3 above, the following is a listing of any and all other individuals who own in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

☒ Other than the names listed in C. 1, 2 and 3 above, no individual owns in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(a).*

- b. That no member of the Loudoun County Board of Supervisors, Planning Commission, Board of Zoning Appeals or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or though an interest in a partnership owning such land, or as beneficiary of a trust owning such land.

EXCEPT AS FOLLOWS: (If none, so state).

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(b).*

- c. That within the twelve-month period prior to the public hearing for this application, no member of the Loudoun County Board of Supervisors, Board of Zoning Appeals, or Planning Commission or any member of his immediate household, either individually, or by way of partnership in which any of them is a partner, employee, agent or attorney, or through a partner of any of them, or through a corporation (as defined in the Instructions at Paragraph B.3) in which any of them is an officer, director, employee, agent or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has or has had any business or financial relationship (other than any ordinary customer or depositor relationship with a retail establishment, public utility, or bank), including receipt of any gift or donation having a value of \$100 or more, singularly or in the aggregate, with or from any of those persons or entities listed above.

EXCEPT AS FOLLOWS: (If none, so state).

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(c).*

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, and if such corporation is an owner of the subject land, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Macquarie Infrastructure Partners U.S. GP LLC
125 West 55th Street, 22nd Floor, New York, New York 10019

General Partner of Macquarie Infrastructure Partners B, L.P., and Macquarie Infrastructure Partners International, L.P.

Description of Corporation:

☒ There are 100 or fewer shareholders and all shareholders are listed below.

☐ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

☐ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

☐ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) |
|--|
| Macquarie Capital Funds Inc. |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|------------------------------------|---|
| | |
| | |
| | |
| | |

Check if applicable:

☐ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Macquarie Capital Funds Inc.
125 West 55th Street, 22nd Floor, New York, New York 10019

Sole Member of Macquarie Infrastructure Partners U.S. GP LLC

Description of Corporation:

☒ There are 100 or fewer shareholders and all shareholders are listed below.

☐ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

☐ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

☐ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) |
|--|
| Macquarie Holdings (U.S.A.) Inc. |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|------------------------------------|---|
| | |
| | |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Macquarie Holdings (U.S.A.) Inc.
125 West 55th Street, 22nd Floor, New York, New York 10019

Sole Shareholder of Macquarie Capital Funds Inc.

Description of Corporation:

☒ There are 100 or fewer shareholders and all shareholders are listed below.

☐ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

☐ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

☐ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) |
|--|
| Macquarie Equities (US) Holdings Pty Limited |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|------------------------------------|---|
| | |
| | |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Macquarie Equities (US) Holdings Pty Limited
125 West 55th Street, 22nd Floor, New York, New York 10019

Sole Shareholder of Macquarie Holdings (U.S.A.) Inc.

Description of Corporation:

☒ There are 100 or fewer shareholders and all shareholders are listed below.

☐ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

☐ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

☐ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) |
|--|
| Macquarie Group (US) Holdings No.1 Pty Ltd. |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|------------------------------------|---|
| | |
| | |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Macquarie Group (US) Holdings No.1 Pty Ltd.
125 West 55th Street, 22nd Floor, New York, New York 10019

Sole Shareholder of Macquarie Equities (US) Holdings Pty Limited

Description of Corporation:

☒ There are 100 or fewer shareholders and all shareholders are listed below.

☐ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

☐ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

☐ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) |
|--|
| Macquarie Capital International Holdings Pty Limited |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|------------------------------------|---|
| | |
| | |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Macquarie Capital International Holdings Pty Limited
125 West 55th Street, 22nd Floor, New York, New York 10019

Sole Shareholder of Macquarie Group (US) Holdings No.1 Pty Ltd.

Description of Corporation:

☒ There are 100 or fewer shareholders and all shareholders are listed below.

☐ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

☐ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

☐ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) |
|---|
| Macquarie Capital Group Limited |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|---|--|
| | |
| | |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Macquarie Infrastructure Partners Canada GP Limited
125 West 55th Street, 22nd Floor, New York, New York 10019

General Partner of Macquarie Infrastructure Partners Canada, L.P.

Description of Corporation:

☒ There are 100 or fewer shareholders and all shareholders are listed below.

☐ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

☐ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

☐ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) |
|--|
| Macquarie North America Ltd. |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|------------------------------------|---|
| | |
| | |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Macquarie North America Ltd.

125 West 55th Street, 22nd Floor, New York, New York 10019

Sole Shareholder of Macquarie Infrastructure Partners Canada GP Limited

Description of Corporation:

☒ There are 100 or fewer shareholders and all shareholders are listed below.

☐ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

☐ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

☐ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) |
|---|
| Macquarie Corporate Finance Ltd. |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|---|--|
| | |
| | |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Macquarie Corporate Finance Ltd.
125 West 55th Street, 22nd Floor, New York, New York 10019

Sole Shareholder of Macquarie North America Ltd.

Description of Corporation:

☒ There are 100 or fewer shareholders and all shareholders are listed below.

☐ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

☐ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

☐ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) |
|--|
| Macquarie Corporate Finance Holdings Pty Ltd. |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|------------------------------------|---|
| | |
| | |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, and if such corporation is an owner of the subject land, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Macquarie Corporate Finance Holdings Pty Ltd.
125 West 55th Street, 22nd Floor, New York, New York 10019

Sole Shareholder of Macquarie Corporate Finance Ltd.

Description of Corporation:

☒ There are 100 or fewer shareholders and all shareholders are listed below.

☐ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

☐ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

☐ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) |
|--|
| Macquarie Capital Group Limited |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|------------------------------------|---|
| | |
| | |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Macquarie Capital Group Limited
125 West 55th Street, 22nd Floor, New York, New York 10019

*Sole Shareholder of Macquarie Corporate Finance Holdings Pty Ltd. AND
Sole Shareholder of Macquarie Capital International Holdings Pty Limited*

Description of Corporation:

☒ *There are 100 or fewer shareholders and all shareholders are listed below.*

☐ *There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

☐ *There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

☐ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of Shareholders:

| SHAREHOLDER NAME <i>(First, M.I., Last)</i> |
|---|
| Macquarie Financial Holdings Limited |

Names of Officers and Directors:

| NAME <i>(First, M.I., Last)</i> | Title <i>(e.g. President, Treasurer)</i> |
|---|--|
| | |
| | |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Macquarie Financial Holdings Limited
125 West 55th Street, 22nd Floor, New York, New York 10019

Sole Shareholder of Macquarie Capital Group Limited

Description of Corporation:

☒ There are 100 or fewer shareholders and all shareholders are listed below.

☐ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

☐ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

☐ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) |
|--|
| Macquarie Group Limited |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|------------------------------------|---|
| | |
| | |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Macquarie Group Limited
125 West 55th Street, 22nd Floor, New York, New York 10019

Sole Shareholder of Macquarie Financial Holdings Limited

Description of Corporation:

☐ There are 100 or fewer shareholders and all shareholders are listed below.

☐ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

☐ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

☒ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) |
|--|
| |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|------------------------------------|---|
| David S. Clarke | Chairman |
| Nicholas W. Moore | Managing Director and CEO |
| Laurence G. Cox | Executive Director |
| Peter M. Kirby | Director |
| Catherine B. Livingstone | Director |
| H. Kevin McCann | Director |
| John R. Niland | Director |
| Helen M. Nugent | Director |
| Peter H. Warne | Director |

Check if applicable:

☐ There is additional Corporation Information. See Attachment to Paragraph C-2.

3. PARTNERSHIP INFORMATION

The following constitutes a listing of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in the affidavit.

Partnership name and address: (complete name, street address, city, state, zip)

Toll Road Investors Partnership II, L.P. ("TRIP II")
45305 Catalina Court, Suite 102, Sterling, Virginia 20166

 (check if applicable) The above-listed partnership has no limited partners.

Names and titles of the Partners:

| <i>NAME</i> <i>(First, M.I., Last)</i> | <i>Title</i> <i>(e.g., General Partner, Limited Partner, etc.)</i> |
|---|---|
| Dulles Greenway Partnership | Limited Partner |
| Shenandoah Limited Partnership | Limited Partner |
| Shenandoah I LLC | Limited Partner |
| AIE LLC | Limited Partner |
| Shenandoah Greenway Corporation | General Partner |

Check if applicable:

 X Additional Partnership information attached. See Attachment to Paragraph C-3.

4. ADDITIONAL INFORMATION

- a. One of the following options **must** be checked:

☐ In addition to the names listed in paragraphs C. 1, 2, and 3 above, the following is a listing of any and all other individuals who own in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

☒ Other than the names listed in C. 1, 2 and 3 above, no individual owns in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(a).*

- b. That no member of the Loudoun County Board of Supervisors, Planning Commission, Board of Zoning Appeals or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or though an interest in a partnership owning such land, or as beneficiary of a trust owning such land.

EXCEPT AS FOLLOWS: (If none, so state).

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(b).*

- c. That within the twelve-month period prior to the public hearing for this application, no member of the Loudoun County Board of Supervisors, Board of Zoning Appeals, or Planning Commission or any member of his immediate household, either individually, or by way of partnership in which any of them is a partner, employee, agent or attorney, or through a partner of any of them, or through a corporation (as defined in the Instructions at Paragraph B.3) in which any of them is an officer, director, employee, agent or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has or has had any business or financial relationship (other than any ordinary customer or depositor relationship with a retail establishment, public utility, or bank), including receipt of any gift or donation having a value of \$100 or more, singularly or in the aggregate, with or from any of those persons or entities listed above.

EXCEPT AS FOLLOWS: (If none, so state).

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(c).*

3. PARTNERSHIP INFORMATION

The following constitutes a listing of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in the affidavit.

Partnership name and address: (complete name, street address, city, state, zip)

Shenandoah Limited Partnership
101 North Jay Street, Middleburg, Virginia 20117

Limited Partner of TRIP II

☐ (check if applicable) The above-listed partnership has no limited partners.

Names and titles of the Partners:

| <i>NAME</i> <i>(First, M.I., Last)</i> | <i>Title</i> <i>(e.g., General Partner, Limited Partner, etc.)</i> |
|---|---|
| Loudoun Corporation | General Partner |
| Shenandoah Holding LLC | Limited Partner |

Check if applicable:

X Additional Ownership information attached. See Attachment to Paragraph C-2.

4. ADDITIONAL INFORMATION

- a. One of the following options **must** be checked:

☐ In addition to the names listed in paragraphs C. 1, 2, and 3 above, the following is a listing of any and all other individuals who own in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

☒ Other than the names listed in C. 1, 2 and 3 above, no individual owns in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(a).*

- b. That no member of the Loudoun County Board of Supervisors, Planning Commission, Board of Zoning Appeals or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or though an interest in a partnership owning such land, or as beneficiary of a trust owning such land.

EXCEPT AS FOLLOWS: (If none, so state).

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(b).*

- c. That within the twelve-month period prior to the public hearing for this application, no member of the Loudoun County Board of Supervisors, Board of Zoning Appeals, or Planning Commission or any member of his immediate household, either individually, or by way of partnership in which any of them is a partner, employee, agent or attorney, or through a partner of any of them, or through a corporation (as defined in the Instructions at Paragraph B.3) in which any of them is an officer, director, employee, agent or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has or has had any business or financial relationship (other than any ordinary customer or depositor relationship with a retail establishment, public utility, or bank), including receipt of any gift or donation having a value of \$100 or more, singularly or in the aggregate, with or from any of those persons or entities listed above.

EXCEPT AS FOLLOWS: (If none, so state).

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(c).*

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, and if such corporation is an owner of the subject land, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Shenandoah I LLC
101 North Jay Street, Middleburg, Virginia 20117

Limited Partner of TRIP II

Description of Corporation:

☒ There are 100 or fewer shareholders and all shareholders are listed below.

☐ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

☐ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

☐ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

| SHAREHOLDER NAME <i>(First, M.I., Last)</i> |
|---|
| Shenandoah Trust |

Names of Officers and Directors:

| NAME <i>(First, M.I., Last)</i> | Title <i>(e.g. President, Treasurer)</i> |
|---|--|
| Charles D. Riviezzo | Manager; Vice President |
| Connie Hall | Vice President |
| Robert Wiles | Vice President |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land,** all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Loudoun Corporation
101 North Jay Street, Middleburg, Virginia 20117

General Partner of Shenandoah Limited Partnership

Description of Corporation:

☒ *There are 100 or fewer shareholders and all shareholders are listed below.*

☐ *There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

☐ *There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

☐ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) |
|--|
| Shenandoah II LLC |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|------------------------------------|---|
| Michael R. Crane | Director |
| Charles D. Riviezzo | President |
| Connie Hall | Vice President |
| Robert Wiles | Secretary |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Shenandoah II LLC
101 North Jay Street, Middleburg, Virginia 20117

Sole shareholder of Loudoun Corporation

Description of Corporation:

☒ There are 100 or fewer shareholders and all shareholders are listed below.

☐ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

☐ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

☐ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) |
|---|
| Shenandoah Holding LLC |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|---|--|
| Magalen O. Bryant | Manager |
| Michael R. Crane | Manager; President |
| Charles D. Riviezzo | Manager |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Shenandoah Holding LLC
101 North Jay Street, Middleburg, Virginia 20117
Limited Partner of Shenandoah Limited Partnership,
Sole member of Shenandoah I LLC AND
Sole member of Shenandoah II LLC

Description of Corporation:

☒ *There are 100 or fewer shareholders and all shareholders are listed below.*

☐ *There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

☐ *There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

☐ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) |
|---|
| Shenandoah Trust |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|---|--|
| Charles D. Riviezzo | Manager; President & Secretary |
| Connie Hall | Manager; Vice President |
| Robert Wiles | Manager; Vice President |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Shenandoah Trust
101 North Jay Street, Middleburg, Virginia 20117

Sole member of Shenandoah Holding LLC

Description of Corporation:

☒ *There are 100 or fewer shareholders and all shareholders are listed below.*

☐ *There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

☐ *There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

☐ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) |
|--|
| Magalen O. Bryant |
| Michael R. Crane |
| W. Carey Crane III |
| Estate of Brock Davenport |
| Rick B. Froehlich |
| Charles D. Riviezzo |
| Marital Trust u/w/o Ricard R. Ohrstrom |
| Trust u/a 5/20/68 FBO Issue of Ricard Ohrstrom |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|------------------------------------|---|
| Wachovia Bank of Delaware | Trustee |
| Charles D. Riviezzo | Administrator |
| Magalen O. Bryant | Administrator |

Check if applicable:

☐ There is additional Corporation Information. See Attachment to Paragraph C-2.

3. PARTNERSHIP INFORMATION

The following constitutes a listing of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in the affidavit.

Partnership name and address: (complete name, street address, city, state, zip)

Toll Road Investors Partnership II, L.P. ("TRIP II")
45305 Catalina Court, Suite 102, Sterling, Virginia 20166

☐ (check if applicable) The above-listed partnership has no limited partners.

Names and titles of the Partners:

| <i>NAME</i> (First, M.I., Last) | <i>Title</i> (e.g., General Partner, Limited Partner, etc.) |
|------------------------------------|--|
| Dulles Greenway Partnership | Limited Partner |
| Shenandoah Limited Partnership | Limited Partner |
| Shenandoah I LLC | Limited Partner |
| AIE LLC | Limited Partner |
| Shenandoah Greenway Corporation | General Partner |

Check if applicable:

☒ Additional Partnership information attached. See Attachment to Paragraph C-3.

4. ADDITIONAL INFORMATION

- a. One of the following options **must** be checked:

☐ In addition to the names listed in paragraphs C. 1, 2, and 3 above, the following is a listing of any and all other individuals who own in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

☒ Other than the names listed in C. 1, 2 and 3 above, no individual owns in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(a).*

- b. That no member of the Loudoun County Board of Supervisors, Planning Commission, Board of Zoning Appeals or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or though an interest in a partnership owning such land, or as beneficiary of a trust owning such land.

EXCEPT AS FOLLOWS: (If none, so state).

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(b).*

- c. That within the twelve-month period prior to the public hearing for this application, no member of the Loudoun County Board of Supervisors, Board of Zoning Appeals, or Planning Commission or any member of his immediate household, either individually, or by way of partnership in which any of them is a partner, employee, agent or attorney, or through a partner of any of them, or through a corporation (as defined in the Instructions at Paragraph B.3) in which any of them is an officer, director, employee, agent or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has or has had any business or financial relationship (other than any ordinary customer or depositor relationship with a retail establishment, public utility, or bank), including receipt of any gift or donation having a value of \$100 or more, singularly or in the aggregate, with or from any of those persons or entities listed above.

EXCEPT AS FOLLOWS: (If none, so state).

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(c).*

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

AIE LLC

c/o Franklin Haney Company, 1250 Maryland Ave. SW, Washington DC 20024

Limited Partner in TRIP II

Description of Corporation:

☒ *There are 100 or fewer shareholders and all shareholders are listed below.*

☐ *There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

☐ *There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

☐ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of Shareholders:

| SHAREHOLDER NAME <i>(First, M.I., Last)</i> |
|---|
| AIE Holdings LLC |

Names of Officers and Directors:

| NAME <i>(First, M.I., Last)</i> | Title <i>(e.g. President, Treasurer)</i> |
|---|--|
| N/A (AIE Holdings LLC is Manager) | |

Check if applicable:

☒ *There is additional Corporation Information. See Attachment to Paragraph C-2.*

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

AIE Holdings LLC

c/o Franklin Haney Company, 1250 Maryland Ave. SW, Washington DC 20024

Sole Member of AIE LLC

Description of Corporation:

☒ *There are 100 or fewer shareholders and all shareholders are listed below.*

☐ *There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

☐ *There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

☐ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of Shareholders:

| SHAREHOLDER NAME <i>(First, M.I., Last)</i> |
|---|
| Haney Family LLC |

Names of Officers and Directors:

| NAME <i>(First, M.I., Last)</i> | Title <i>(e.g. President, Treasurer)</i> |
|---|--|
| N/A (Haney Family LLC is Manager) | |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Haney Family LLC

c/o Franklin Haney Company, 1250 Maryland Ave. SW, Washington DC 20024

Sole member of AIE Holdings LLC

Description of Corporation:

☒ *There are 100 or fewer shareholders and all shareholders are listed below.*

☐ *There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

☐ *There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

☐ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) |
|--|
| Franklin L. Haney |
| Mary Alice Haney |
| Mae Haney Grennan |
| Margaret M. Haney |
| E. Michelle Haney |
| Franklin L. Haney, Jr. |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|------------------------------------|---|
| Franklin L. Haney | Manager |

Check if applicable:

☐ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, and if such corporation is an owner of the subject land, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Marital Trust u/w/o Ricard R. Ohrstrom
101 North Jay Street, Middleburg, Virginia 20117

Less than 10% shareholder of Shenandoah Trust

Description of Corporation:

☒ *There are 100 or fewer shareholders and all shareholders are listed below.*

☐ *There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

☐ *There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

☐ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of Shareholders:

| SHAREHOLDER NAME <i>(First, M.I., Last)</i> |
|--|
| The Marital Trust u/w/o Ricard R. Ohrstrom holds less than 10% of the interest in the Shenandoah Trust |

Names of Officers and Directors:

| NAME <i>(First, M.I., Last)</i> | Title <i>(e.g. President, Treasurer)</i> |
|---|--|
| N/A | |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, and if such corporation is an owner of the subject land, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Estate of Brock Davenport

101 North Jay Street, Middleburg, Virginia 20117

Less than 10% shareholder of Shenandoah Trust

Description of Corporation:

☒ There are 100 or fewer shareholders and all shareholders are listed below.

☐ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

☐ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

☐ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

| SHAREHOLDER NAME (First, M.I., Last) |
|---|
| The Estate of Brock Davenport holds less than 10% of the interest in the Shenandoah Trust |

Names of Officers and Directors:

| NAME (First, M.I., Last) | Title (e.g. President, Treasurer) |
|------------------------------------|---|
| N/A | |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

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2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, and if such corporation is an owner of the subject land, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Trust u/a 5/20/68 FBO Issue of Ricard Ohrstrom
101 North Jay Street, Middleburg, Virginia 20117
Less than 10% shareholder of Shenandoah Trust

Description of Corporation:

☒ *There are 100 or fewer shareholders and all shareholders are listed below.*

☐ *There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

☐ *There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

☐ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of Shareholders:

| SHAREHOLDER NAME <i>(First, M.I., Last)</i> |
|--|
| The Trust u/a 5/20/68 FBO Issue of Ricard Ohrstrom holds less than 10% of the interest in the Shenandoah Trust |

Names of Officers and Directors:

| NAME <i>(First, M.I., Last)</i> | Title <i>(e.g. President, Treasurer)</i> |
|---|--|
| N/A | |

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

D. COMPLETENESS

That the information contained in this affidavit is complete, that all partnerships, corporations (as defined in Instructions, Paragraph B.3), and trusts owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, OR LESSEE of the land have been listed and broken down, and that prior to each hearing on this matter, I will reexamine this affidavit and provide any changed or supplemental information, including any gifts or business or financial relationships of the type described in Section C above, that arise or occur on or after the date of this Application.

WITNESS the following signature:

Edward L. Donohue

check one: [] Applicant or ☒ Applicant's Authorized Agent

Edward L. Donohue

(Type or print first name, middle initial and last name and title of signee)

Subscribed and sworn before me this 22 day of February, 2013, in the State/Commonwealth of Virginia, in the County/City of Herndon.

Tracy Lynn Anderson
Notary Public

My Commission Expires: 2/28/2013

Notary Registration Number: 7282675

